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W. T. GRANT COMPANY
ANNUAL REPORT
1945

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W. T. GRANT COMPANY
ANNUAL REPORT
1945 Fiscal Year

To be submitted to the
Meeting of Stockholders
April 16, 1946
1441 Broadway, New York 18, N. Y.

BOARD OF DIRECTORS

William T. Grant, *Chairman*

John G. Byler	Clayton E. Freeman
Joseph W. Chinn	John M. Hancock
Howland S. Davis	Ward Melville
Raymond H. Fogler	Robert R. Updegraff

William B. Warner

OFFICERS

William T. Grant, *Chairman of the Board*
Raymond H. Fogler, *President and General Manager*
Louis C. Lustenberger, *Vice-President*
John B. Boyle, *Vice-President*
Herbert K. Garges, *Vice-President*
Edward Staley, *Vice-President*
John G. Byler, *Vice-President and Treasurer*
Robert A. Seidel, *Vice-President and Comptroller*
George I. Mason, *Secretary*
M. F. Ketz, *Assistant Comptroller*

Executive Office

1441 Broadway, New York 18, N. Y.

Transfer Agent

Guaranty Trust Company
of New York

Registrar

Bankers Trust Company
New York, N. Y.

New York, N. Y., March 25, 1946

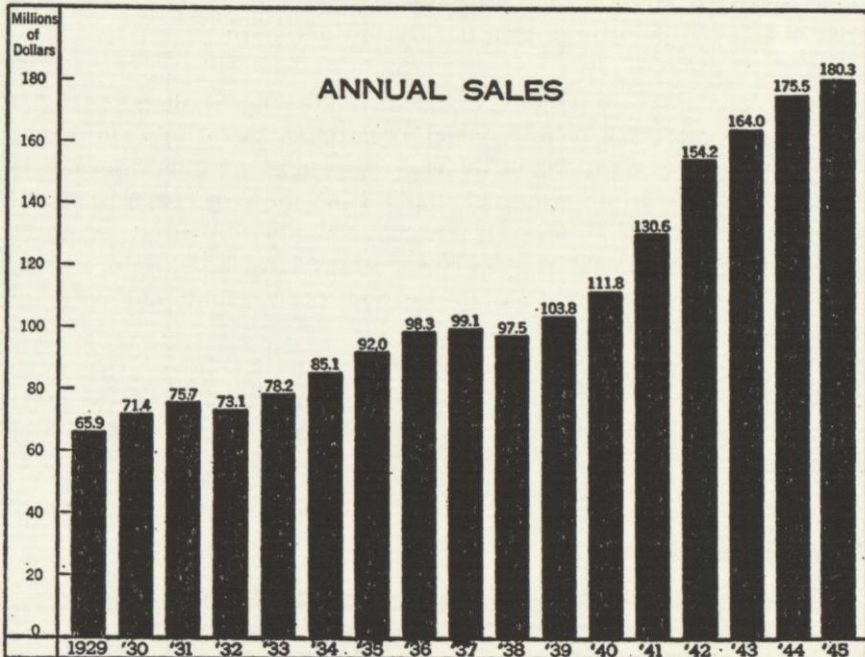
To the Stockholders of W. T. Grant Company:

This Annual Report contains the Consolidated Balance Sheet, Profit and Loss and Surplus Statements for the fiscal year ended on January 31, 1946.

Results of the Year

Sales were \$180,306,612, again the largest in the Company's history, but only \$4,845,788, or 2.76% above the previous year. Sales increased during the first half of the year, but declined during the latter half because of the unavailability of moderately priced consumer goods, principally in textile lines.

Payroll costs and operating expenses increased, and as a result earnings before taxes declined to \$12,568,092, as compared with \$14,811,069 in the prior year.



Federal taxes also declined and are estimated at \$8,358,000 as compared with \$10,719,000 in the previous year. Taxes are lower because of lower earnings and also because of the fact that one month's taxes of the 1945 fiscal year are computed under the new tax law which eliminates the excess profits tax.

Net earnings are \$4,210,092, slightly higher than the \$4,092,069 earned during the previous year. After dividends on the preferred stock, earnings were equivalent to \$1.60 per share on common stock, as compared with \$1.57 during the previous year on a comparable number of shares.

On January 31, 1946 current assets were \$51,069,460, including \$23,415,505 in cash and government bonds, and current liabilities were \$13,149,380. These amounts are after deducting from the estimated tax liability, United States tax notes amounting to \$8,351,232 purchased to meet such liability. Working capital amounted to \$37,920,080 at the year end, an increase of \$10,561,393 during the year, of which \$6,873,792 came from new financing. Surplus at the end of the year was \$26,938,412, an increase of \$888,037 during the year.

At the end of the year, merchandise inventories, including \$3,417,824 in transit, were \$26,922,287 which compares with inventories of \$21,707,697 a year ago. Currently, shortages in many important textile lines are more acute than at any time during the war. Governmental restrictions continue to severely handicap many important suppliers of low priced textile and apparel lines. Many hard line producers are similarly affected, but certain of these goods are beginning to reappear in moderate quantities.

As of March 1, 1946, 485 stores were in operation. 2 stores were closed permanently during the year and 3 stores are closed temporarily on account of fire.

Organization and Personnel

Total wages and compensation paid employees for the year were \$25,856,042. In addition the Company contributed \$1,085,799 to the Employees' Retirement Fund.

The Company has kept closely in touch with the 1,298 employees who entered the military service. Of this group, 646 were New York Office executives, store managers, assistant managers and floormen. Of these, 344 have now returned or signified their intention of returning, and 103 are not expected to return. Of these employees, 21 made the supreme sacrifice in the service of their Country.

The expense of maintaining retirement benefits for our people who entered the service, normally shared by the individual and the Company, has been completely absorbed by the Company for those periods during which they were in war service. For all benefit purposes no interruption in the veteran's record of employment with the Company results from his absence due to service in connection with the war.

It is with deep regret that we announce the death on August 21, 1945 of James L. O'Neill, a member of the Board of Directors and of the Executive and Auditing Committees of the Board. Mr. O'Neill became a member of the Board in 1927. During his many years of association with the Company, he took an active interest and made an important contribution to its development.

New Financing

During the year, the Company prepared financially for continued growth in the post war period.

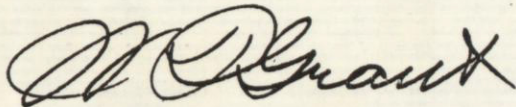
On July 18, 1945 the stockholders authorized a change in the Certificate of Incorporation to permit the issuance of 250,000 shares of \$100 par value preferred stock and a reduction in the par value of the common stock from \$10 per share to \$5 per share. Subsequently the Directors authorized the sale of 150,000 shares of 3¾% preferred stock at \$100 par value. With a portion of the proceeds the company called for redemption the outstanding 348,833¼ shares of \$20 par value 5% cumulative preferred stock at \$22 per share plus accrued dividend. From this refinancing, the company received an addition to its capital of \$6,873,792, after paying all expenses. As a result of the enlarged capital, the annual dividend requirement on the outstanding preferred stock increased from \$348,830 to \$562,500 per annum.

With the reduction in the par value of the common stock from \$10 to \$5 per share, the outstanding shares of the common stock were split two for one. 2,378,708 common shares were outstanding at the end of the year, as compared with 1,189,354 shares at the end of the previous year.

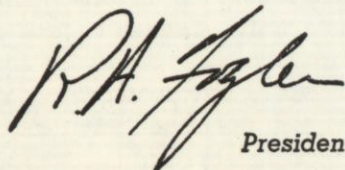
Future Outlook

The Company plans extensive modernization and enlargement of existing stores and development of many properties acquired for post war expansion. Because current commercial construction costs are extremely high, the major portion of this program is being postponed temporarily. However, work is in process on a number of stores including one which will be larger in sales area than any now operated. It is hoped that the remainder of the program can be undertaken without undue delay.

The Fortieth Anniversary of the Company's founding will occur during 1946. It is believed that the year should be a very satisfactory one from a sales and profits standpoint. Although currently, the Company is severely handicapped by inability to obtain its customers' requirements in adequate quantities, it is anticipated that the supply situation will steadily improve as the year progresses, and as governmental restrictions are modified or eliminated.

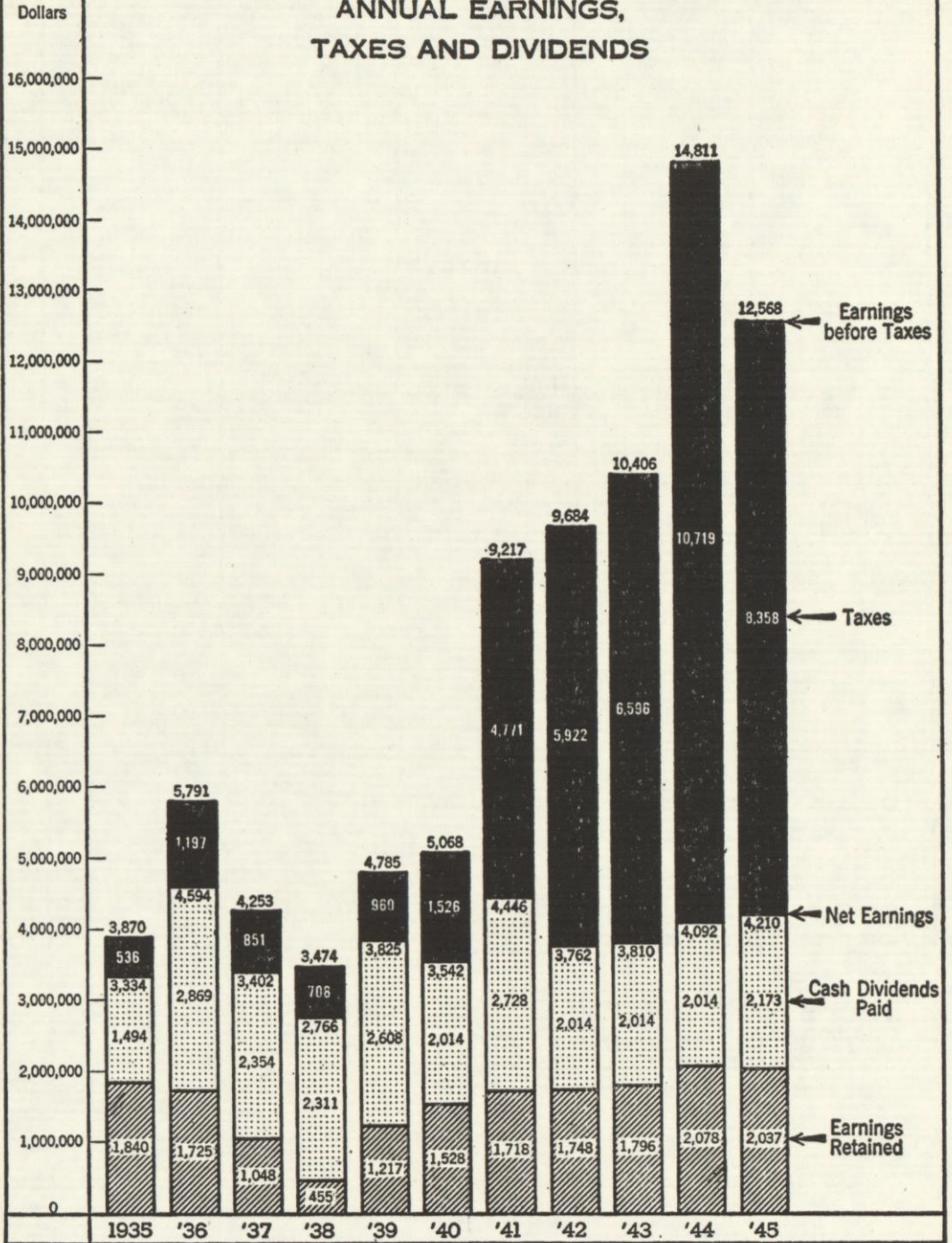


Chairman of the Board of Directors



President

ANNUAL EARNINGS, TAXES AND DIVIDENDS



W. T. GRAN
AND SUBSIDIARIES
CONSOLIDATED
January

ASSETS

CURRENT ASSETS

Cash	\$13,020,415	
United States Government Securities— at cost (less than market) or redemption value	10,395,090	
Accounts receivable, claims, etc.	731,668	
Merchandise inventories, including merchandise in transit — \$3,417,824 (at not in excess of the lower of cost or market)	<u>26,922,287</u>	\$51,069,460

OTHER ASSETS

Cash surrender value of life insurance	\$ 1,891,622	
Advances to and security deposited with landlords— to be repaid over a term of years	255,550	
Real estate mortgages receivable	101,000	
Sundry accounts and investments	<u>73,627</u>	2,321,799

STORE PROPERTIES, FIXTURES AND IMPROVEMENTS

(At Cost)

Land	\$ 7,462,984	
Buildings	\$4,242,641	
Less reserve for depreciation	<u>1,459,257</u>	2,783,384
Furniture and fixtures	\$7,817,591	
Less reserve for depreciation	<u>4,622,662</u>	3,194,929
Alterations and improvements to leased properties (this amount is being amortized over a period not in excess of the term of the leases involved)	<u>4,833,785</u>	18,275,082

DEFERRED CHARGES

Prepaid taxes, rents and insurance, supplies, etc.		1,612,834
		<u>\$73,279,175</u>

NOTE:—The subsidiary, W. T. Grant Realty Corporation, is contingently liable for the amount created or assumed by it covering four store properties subsidiary. There are no other contingent liabilities except

T COMPANY
RY COMPANY
BALANCE SHEET
31, 1946

LIABILITIES

CURRENT LIABILITIES

Accounts payable, including liability for merchandise in transit		\$11,118,011	
Real estate mortgages and mortgage bonds payable within one year		346,914	
Accrued accounts		1,677,687	
Federal taxes on income — estimated	\$ 8,358,000		
Less United States Tax Notes, at redemption value, purchased for payment of such taxes when due	<u>8,351,232</u>	<u>6,768</u>	\$13,149,380

DEFERRED LIABILITIES

Real estate mortgages and mortgage bonds payable from 1947 to 1964			5,259,884
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RESERVES

For repainting stores	\$ 394,583		
For taxes or other contingencies	529,756		
For uninsured risks	<u>113,620</u>		1,037,959

CAPITAL STOCK AND SURPLUS

Capital stock:			
Cumulative Preferred — \$100 par value:			
Authorized 250,000 shares			
Issued 150,000 shares of 3¾% series	\$15,000,000		
Common — par value \$5 per share:			
Authorized 3,000,000 shares			
Issued 2,381,108 shares (including 2,400 shares in treasury)	<u>11,893,540</u>	\$26,893,540	
Surplus (of which \$15,295,784 was earned prior to formation of the parent company on November 27, 1937, and \$11,642,628 was earned subsequently)		<u>26,938,412</u>	<u>53,831,952</u>
			<u>\$73,279,175</u>

ntly liable on mortgages, aggregating \$379,408 at January 31, 1946, subsequently sold subject thereto and now under lease to W. T. Grant those incident to the normal course of the companies' business.

W. T. GRANT COMPANY
AND SUBSIDIARY COMPANY
CONSOLIDATED PROFIT AND LOSS STATEMENT

Fiscal Year Ended January 31, 1946

SALES		\$180,306,612
COST OF MERCHANDISE SOLD AND OPERATING EXPENSES		165,538,423
		\$ 14,768,189
OTHER DEDUCTIONS, less sundry income of \$7,209		507,329
		\$ 14,260,860
DEDUCT:		
Provision for depreciation and amortization of leasehold improvements	\$1,611,583	
Interest paid, less interest earned of \$123,161	81,185	1,692,768
		\$ 12,568,092
PROFIT BEFORE FEDERAL TAXES ON INCOME		
Provision for federal income taxes	\$2,578,000	
Provision for federal excess profits tax	5,780,000	8,358,000
		\$ 4,210,092
NET PROFIT FOR YEAR		

CONSOLIDATED SURPLUS

Fiscal Year Ended January 31, 1946

BALANCE at February 1, 1945		\$ 26,050,375
ADD:		
Net profit for the year		4,210,092
		\$ 30,260,467

DEDUCT:

Cash dividends paid:		
On 5% Cumulative Preferred Stock—\$20 par value (redeemed September 17, 1945):		
April 2, 1945 — 25¢ per share	\$ 87,208	
July 2, 1945 — 25¢ per share	87,207	
On 3¾% Cumulative Preferred Stock — \$100 par value:		
October 1, 1945 — Dividend for period from August 14, 1945 to September 30, 1945	73,439	
January 2, 1946 — Dividend of 93¾¢ per share for three months ended December 31, 1945	140,626	
		388,480
TOTAL PREFERRED DIVIDENDS		
On Common Stock — \$10 par value:		
April 2, 1945 — 35¢ per share	\$ 416,274	
July 2, 1945 — 35¢ per share	416,274	
October 1, 1945 — 40¢ per share	475,742	
On Common Stock — \$5 par value:		
January 2, 1946 — 20¢ per share	475,742	
		1,784,032
TOTAL COMMON DIVIDENDS		
Premium paid on redemption of 5% Cumulative Preferred Stock, \$2 per share, plus sum equal to accrued dividends thereon to September 17, 1945		771,302
Expenses in connection with issuance and sale of 3¾% Cumulative Preferred Stock		378,241
		\$ 26,938,412
BALANCE at January 31, 1946		\$ 26,938,412

AUDITORS' REPORT

To the Board of Directors,
W. T. Grant Company,
New York, N. Y.

We have examined the consolidated balance sheet of W. T. Grant Company and its subsidiary as of January 31, 1946, and the consolidated statements of profit and loss and surplus of this Company and its subsidiary for the year then ended, have reviewed the system of internal control and the accounting procedures of the companies and, without making a detailed audit of the transactions, have examined or tested accounting records of the companies and other supporting evidence, by methods and to the extent we deemed appropriate. Our examination was made in accordance with generally accepted auditing standards applicable in the circumstances and included all procedures which we considered necessary.

In our opinion, the accompanying consolidated balance sheet and related consolidated statements of profit and loss and surplus present fairly the position of W. T. Grant Company and its subsidiary at January 31, 1946, and the results of the operations of the Company and its subsidiary for the year, in conformity with generally accepted accounting principles applied on a basis consistent with that of the preceding year.

ERNST & ERNST

New York, N. Y.
March 23, 1946.

W. T. GRANT COMPANY

COMPARATIVE CONSOLIDATED INCOME ACCOUNTS

FISCAL YEAR

(Which ends January 31st of subsequent calendar year)

	1945	1944	1943	1942	1941
SALES	\$180,306,612	\$175,460,824	\$163,983,317	\$154,204,453	\$130,555,907
LESS: Cost of merchandise sold and operating expenses	165,538,423	158,562,535	151,762,469	142,736,506	119,952,762
	14,768,189	16,898,289	12,220,848	11,467,947	10,603,145
	507,329	313,773	22,980	32,521	(89,311)
OTHER DEDUCTIONS (net)	14,260,860	16,584,516	12,197,868	11,435,426	10,692,456
DEDUCT:					
Interest paid less interest earned	81,185	103,563	110,480	170,468	69,786
Provision for depreciation and amortization	1,611,583	1,669,884	1,681,043	1,581,235	1,405,277
Provision for federal income taxes	2,578,000	2,197,000	2,114,000	2,096,500	2,506,000
Provision for federal excess profits taxes	5,780,000	8,522,000	4,482,000	3,825,000	1,400,000
Provision for taxes or other contingencies	—	—	—	—	865,000
NET INCOME	\$ 4,210,092	\$ 4,092,069	\$ 3,810,345	\$ 3,762,223	\$ 4,446,393

COMPARATIVE CONSOLIDATED SURPLUS ACCOUNTS

FISCAL YEAR

(Which ends January 31st of subsequent calendar year)

	1945	1944	1943	1942	1941
SURPLUS — BEGINNING OF YEAR	\$26,050,375	\$23,972,232	\$22,175,813	\$20,427,516	\$18,708,661
ADD:					
Net income for year as above	4,210,092	4,092,069	3,810,345	3,762,223	4,446,393
	30,260,467	28,064,301	25,986,158	24,189,739	23,155,054
DEDUCT:					
Preferred dividends	388,480	348,830	348,830	348,830	348,830
Common dividends	1,784,032	1,665,096	1,665,096	1,665,096	2,378,708
Premium on redemption of 5% preferred stock, etc.	771,302	—	—	—	—
Expenses in connection with stock issue, etc.	378,241	—	—	—	—
SURPLUS — END OF YEAR	\$26,938,412	\$26,050,375	\$23,972,232	\$22,175,813	\$20,427,516

COMPARATIVE CONSOLIDATED BALANCE SHEETS

AT END OF FISCAL YEAR
(January 31st of subsequent calendar year)

	1945	1944	1943	1942	1941
ASSETS:					
Cash	\$13,020,415	\$17,028,996	\$11,490,309	\$11,154,181	\$ 8,873,834
United States Government securities	10,395,090	297,106	199,424	159,213	49,950
Accounts receivable	731,668	796,430	517,411	305,138	308,677
Merchandise inventories	26,922,287	21,707,697	24,132,446	21,675,697	25,482,342
TOTAL CURRENT ASSETS	51,069,460	39,830,229	36,339,590	33,294,229	34,714,803
Cash surrender value of life insurance	1,891,622	1,783,598	1,692,036	1,595,834	1,494,281
Refundable portion of excess profits tax	—	1,854,000	923,000	425,000	—
Advances and security with landlords	255,550	286,818	312,733	365,090	428,543
Miscellaneous investments, employees accounts receivable, etc.	174,627	88,371	107,188	247,882	711,341
Land and buildings, depreciated.	10,246,368	9,574,268	8,105,514	7,878,586	7,950,669
Furniture and fixtures, depreciated	3,194,929	3,788,949	4,564,650	4,776,590	3,860,823
Alterations and improvements (net)	4,833,785	5,327,659	5,833,000	6,396,372	6,336,767
Deferred charges	1,612,834	1,757,381	2,089,540	2,002,331	1,823,480
TOTAL ASSETS	\$73,279,175	\$64,291,273	\$59,967,251	\$56,981,914	\$57,320,707
LIABILITIES AND CAPITAL:					
Accounts payable	\$11,118,011	\$ 9,550,355	\$ 8,655,847	\$ 7,763,007	\$ 7,225,402
Dividends payable	—	—	—	—	713,612
Real estate bonds and mortgages payable — current	346,914	157,333	145,289	348,515	138,167
Accrued accounts	1,677,687	1,716,123	1,329,048	1,137,802	913,881
Federal taxes on income — estimated (after deduction of U. S. Tax Notes)	6,768	1,047,731	1,520,000	1,595,530	2,946,416
TOTAL CURRENT LIABILITIES	13,149,380	12,471,542	11,650,184	10,844,854	11,937,478
Real estate bonds and mortgages payable — deferred	5,259,884	6,003,551	4,783,870	4,530,184	4,889,898
Tenants deposits under leases	—	34,199	31,265	26,715	22,140
Reserve for repainting stores	394,583	408,663	324,638	300,767	265,630
Reserve for taxes or other contingencies	529,756	369,903	267,429	183,471	865,000
Reserve for uninsured risks	113,620	82,835	67,418	49,885	42,750
Capital stock:					
Preferred — 5% cumulative \$20 par value	—	6,976,665	6,976,675	6,976,685	6,976,755
Preferred — 3¾% Cumulative \$100 par value	15,000,000	—	—	—	—
Common	11,893,540	11,893,540	11,893,540	11,893,540	11,893,540
Surplus	26,938,412	26,050,375	23,972,232	22,175,813	20,427,516
TOTAL LIABILITIES AND CAPITAL	\$73,279,175	\$64,291,273	\$59,967,251	\$56,981,914	\$57,320,707



488 GRANT STORES

ALABAMA (6)

Anniston
Birmingham
Decatur
Gadsden
Huntsville
Mobile

ARKANSAS (1)

Pine Bluff

CALIFORNIA (10)

Berkeley
Fresno
Huntington Park
Los Angeles (2)
Oakland
Sacramento
San Jose
Santa Barbara
Santa Monica

COLORADO (1)

Denver

CONNECTICUT (26)

Bridgeport (2)
Danbury
Danielson
Derby
Greenwich
Hartford
Manchester
Meriden
Middletown
Milford
New Britain
New Haven
New London
New Milford
Putnam
Rockville
Southington
Stamford
Thomaston
Thompsonville
Torrington
Wallingford
Waterbury
Willimantic
Winsted

DELAWARE (3)

Dover
Milford
Wilmington

FLORIDA (6)

Jacksonville
Lakeland
Miami
Orlando
Tampa (2)

GEORGIA (7)

Albany
Atlanta
Augusta
Brunswick
Macon
Savannah
Valdosta

ILLINOIS (16)

Alton
Aurora
Belleville
Chicago (3)
Decatur
East St. Louis
Elgin
Galesburg
Jacksonville
Joliet
Peoria
Quincy
Rockford
Springfield

INDIANA (8)

Evansville
Gary
Hammond
Indianapolis
Michigan City
New Albany
Newcastle
South Bend

IOWA (4)

Clinton
Davenport
Ottumwa
Waterloo

KANSAS (4)

Hutchinson
Pittsburg
Topeka
Wichita

KENTUCKY (2)

Louisville
Paducah

LOUISIANA (5)

Alexandria
Baton Rouge
Monroe
New Orleans
Shreveport

MAINE (12)

Bangor
Bath
Brunswick
Calais
Fort Kent
Gardiner
Lewiston
Old Town
Portland
Sanford
Skowhegan
Van Buren

MARYLAND (4)

Baltimore
Cambridge
Crisfield
Hagerstown

MASSACHUSETTS (72)

Adams
Arlington
Athol
Beverly
Boston (12)
Brockton
Cambridge
Chelsea
Chicopee
Clinton
Danvers
Easthampton
Everett
Fall River
Fitchburg
Frammingham
Franklin
Gardner
Gloucester
Great Barrington
Haverhill
Holyoke
Hudson
Hyannis
Lawrence
Leominster
Lynn (2)
Malden
Marlboro
Medford
Melrose
Middleboro
Milford
Natick
Needham
New Bedford (2)
Norfolk Downs
North Adams
North Attleboro
Norwood
Palmer
Peabody
Pittsfield
Plymouth
Reading

Rockland
Salem
Somerville
Stoneham
Taunton
Wakefield
Waltham
Ware
Watertown
Webster
Westfield
Weymouth
Woburn
Worcester

MICHIGAN (9)

Detroit (2)
Grand Rapids
Hamtramck
Kalamazoo
Lansing
Muskegon
Saginaw
St. Joseph

MINNESOTA (4)

Minneapolis
Rochester
St. Paul
Winona

MISSISSIPPI (1)

Jackson

MISSOURI (4)

Kansas City
St. Joseph
St. Louis
Springfield

NEBRASKA (2)

Lincoln
Omaha

NEW HAMPSHIRE (8)

Berlin
Concord
Derry
Dover
Manchester
Nashua
Portsmouth
Rochester

NEW JERSEY (27)

Bayonne
Bloomfield
Bridgeton
Burlington
Camden
Collingswood
Dover
Hackensack
Hoboken
Jersey City (3)

IN 39 STATES



Millville
Mount Holly
Newark (2)
New Brunswick
Passaic
Paterson
Plainfield
Rahway
Riverside
Somerville
Trenton
Union City
Vineland
West New York

NEW YORK (85)

Albany
Amsterdam
Batavia
Bath
Bay Shore, L. I.
Beacon
Binghamton
Buffalo (8)
Canandaigua
Carthage
Corning
Cortland
Dansville
Elmira
Freeport, L. I.
Geneva
Glen Cove, L. I.
Glens Falls
Gouverneur
Great Neck, L. I.
Hempstead, L. I.
Herkimer
Hudson Falls
Huntington, L. I.
Ilicon
Jamestown
Johnstown
Kenmore
Kingston
Lackawanna
Lockport
Lynbrook, L. I.
Mechanicville
Medina
Middletown
New York
Bronx (4)
Brooklyn (2)
Manhattan (4)
Queens (4)
New Rochelle
Niagara Falls
Norwich
Olean
Oneida
Oneonta
Oyster Bay, L. I.
Patchogue, L. I.
Penn Yan
Port Chester

Port Jervis
Poughkeepsie
Riverhead, L. I.
Rochester
Rockville Centre, L. I.
Rome
Schenectady
Seneca Falls
Syracuse (2)
Tonawanda
Troy
Utica
Watertown
Warsaw
Westfield
Wellsville
White Plains
Yonkers

NORTH CAROLINA (10)

Charlotte
Concord
Elizabeth City
Goldsboro
Greensboro
Greenville
Hickory
Kannapolis
Kinston
Raleigh

NORTH DAKOTA (1)

Fargo

OHIO (26)

Akron
Barberton
Bellaire
Bellevue
Cambridge
Canton
Circleville
Cleveland
Columbus
Conneaut
Dayton
Delphos
East Liverpool
Elyria
Kent
Lima
Mansfield
Marion
Middletown
New Philadelphia
Newark
Norwalk
Portsmouth
Steubenville
Toledo
Youngstown

OKLAHOMA (2)

Muskogee
Oklahoma City

PENNSYLVANIA (63)

Altoona
Bangor

Beaver Falls
Berwick
Blairsville
Bloomsburg
Butler
Carlisle
Chambersburg
Columbia
Conshohocken
Danville
Elizabethtown
Ellwood City
Erie
Freeland
Greenville
Hazleton
Homestead
Honesdale
Huntingdon
Jeannette
Johnstown
Lancaster
Lock Haven
McKeesport
Mahanoy City
Middletown
Milton
Mount Pleasant
New Kensington
Norristown
Oil City
Palmerton
Philadelphia (4)
Phillipsburg
Phoenixville
Pittston
Pittsburgh (2)
Pottstown
Pottsville
Reading
Sayre
Scranton
Shamokin
Shippensburg
Sunbury
Tarentum
Titusville
Towanda
Uniontown
Upper Darby
Washington
Waynesboro
West Chester
Wilkinsburg
Williamsport
Windber
York

RHODE ISLAND (5)

Newport
Pawtucket
Providence
West Warwick
Woonsocket

SOUTH CAROLINA (3)

Charleston
Columbia
Greenville

TENNESSEE (5)

Bristol
Chattanooga
Kingsport
Memphis
Nashville

TEXAS (13)

Abilene
Beaumont
Brownsville
Corpus Christi
Dallas
El Paso
Fort Worth
Galveston
Houston
Port Arthur
San Antonio
Waco
Wichita Falls

UTAH (2)

Ogden
Salt Lake City

VERMONT (5)

Bennington
Burlington
Newport
St. Johnsbury
Springfield

VIRGINIA (13)

Charlottesville
Clifton Forge
Danville
Fredericksburg
Norfolk
Harrisonburg
Hopewell
Lynchburg
Newport News
Petersburg
Portsmouth
Richmond
Roanoke

WEST VIRGINIA (6)

Beckley
Clarksburg
Elkins
Huntington
Parkersburg
Weston

WISCONSIN (7)

Fond du Lac
Green Bay
Madison
Milwaukee (2)
Oshkosh
Sheboygan

